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**ARTICLES OF INCORPORATION  
OF  
THE HEIDI GROUP, INC.,  
A Non-Profit Corporation**

FILED  
In the Office of the  
Secretary of State of Texas

SEP 07 1995

CORPORATIONS SECTION

The undersigned natural person over the age of eighteen (18), acting as an incorporator, in order to form a non-profit corporation under the laws of the State of Texas, adopts the following Articles of Incorporation of The Heidi Group, Inc. (referred to as the "Corporation") under the Texas Non-Profit Corporation Act (referred to as the "TNPCA").

**ARTICLE ONE**

Name

The name of this Corporation is The Heidi Group, Inc.

**ARTICLE TWO**

Non-Profit Corporation

The Corporation is a non-profit corporation.

**ARTICLE THREE**

Duration

The period of the Corporation's duration is perpetual.

**ARTICLE FOUR**

Purpose

The purpose for which this corporation is organized is educational. This includes the development of an institution to proclaim, evangelize, teach and publish by oral, written or other means the teachings and truth regarding our Lord Jesus Christ of Nazareth directly related to men and women developing a sanctity of life ethic.

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

**ARTICLE FIVE**  
**Registered Office and Agent**

The street address of the initial registered office of this corporation is 12804 Partridge Bend, Austin, Texas 78729. The name of the initial registered agent at this office is Carol Everett.

**ARTICLE SIX**  
**Directors**

The number of directors constituting the initial Board of Directors is three (3), and the names and addresses of the persons who are to serve as directors are:

Barry L. Burton  
9237 Clearhurst  
Dallas, Texas 75238

Carol Everett  
12804 Partridge Bend  
Austin, Texas 78729

Scott Felder  
10915 Bee Caves Road  
Austin, Texas 78733

**ARTICLE SEVEN**  
**Incorporator**

The name and address of the incorporator is:

Carol Everett  
12804 Partridge Bend  
Austin, Texas 78729

**ARTICLE EIGHT**  
**Additional Provisions**

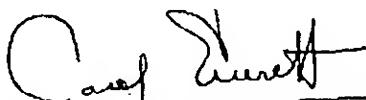
- A. The corporation will not have membership.
- B. Upon the dissolution of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or

more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Such distribution shall be made in accordance with all applicable provisions of the laws of this state.

- C. Except as otherwise provided in these Articles, the Corporation shall have all of the powers provided in the TNPCA. Moreover, the Corporation shall have all implied powers necessary and proper to carry out its express powers.
- D. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.
- E. No part of the net earnings of this Corporation shall inure to the benefit of, or be distributable to, its directors, officers, employees or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles.
- F. Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
- G. In any taxable year in which this Corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation (1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; (2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; (3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; (4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and (5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

The undersigned incorporator hereby declares under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true and has executed these Articles on September 7, 1995.

Dated: September 7, 1995



CAROL EVERETT, INCORPORATOR